

**SECOND LEASE AMENDMENT**

This Second Lease Amendment (the "Second Amendment") dated this 9<sup>th</sup> day of January, 2017 is between **Milbank Insurance Company**, an Iowa corporation ("Lessor") and **Wapiti Medical Group Limited Company**, a South Dakota corporation ("Lessee").

**BACKGROUND RECITALS**

- A. Lessor and Lessee entered into a lease dated March 21, 2014 for approximately 3,000 square feet of office space located on the 6<sup>th</sup> floor of the Milbank Building located at 107 Flynn Drive, Milbank, South Dakota (the "Original Lease").
- B. Lessor and Lessee entered into a First Lease Amendment dated January 14, 2015 which extended the term of the Original Lease until March 31, 2017 and established rent for the extended term (the "First Amendment").
- C. Hereinafter the term "Lease" shall be deemed to refer collectively to the Original Lease and the First Amendment and the parties have agreed to further modify, supplement and amend the Lease.

**AGREEMENT**

1. **DEFINITIONS.** Except as otherwise provided herein capitalized words and other terms used in this Second Amendment shall have the meanings given to them in the Lease.
2. **EXPANSION OF DEMISED PREMISES.** The original demised premises was approximately 3,000 square feet and, effective March 1, 2017, the demised premises will become 6,000 square feet and the entire demised premises is described on Exhibit A attached hereto.
3. **TERM.** The current term of the Lease ends March 31, 2017 and the term of the Lease is hereby extended through March 31, 2024 (the "Extended Term").
4. **RENT.** The rent for March 2017 and for the Extended Term shall be payable at the following monthly rates:

March 1, 2017 – March 31, 2017:	\$6,400.00 per month (\$12.80/SF)
April 1, 2017 – March 31, 2019:	\$6,800.00 per month (\$13.60/SF)
April 1, 2019 – March 31, 2021:	\$7,200.00 per month (\$14.40/SF)
April 1, 2021 – March 31, 2023:	\$7,600.00 per month (\$15.20/SF)
April 1, 2023 – March 31, 2024:	\$8,000.00 per month (\$16.00/SF)

5. **RENEWAL OPTION.** Provided that Lessee is not then in default, Lessee shall have the option to renew the Lease for one (1) additional three (3) year period (the "Renewal Term"). The monthly rent rate during the Renewal Term shall be a mutually agreed upon fair market rate. Lessee must provide written notice to

Lessor of its intent to exercise this option to renew not later than 270 days prior to the end of the Extended Term (i.e., notice of exercise must be received by Lessor on or before June 30, 2023). In the event that, for any reason, Lessee and Lessor have not executed an amendment to the Lease within 90 days of Lessor's receipt of Lessee's exercise of this option to renew, this option to renew shall become null and void.

6. **RATIFICATION.** Except as set forth in this Second Amendment, the Lease is in full force and effect and is hereby ratified and confirmed.

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Milbank Insurance Company

By:

Printed Name: Greg Taccetti  
Its: CIO

Wapiti Medical Group Limited Company

By:

Printed Name: DAVE COOPER  
Its: CFO

STATE OF Ohio.  
COUNTY OF Franklin.

BE IT REMEMBERED, that before me, the subscriber, a notary public in and for said County and State, personally came Greg Taccetti, the CIO of Milbank Insurance Company, who acknowledged the signing of the foregoing instrument and that the same is his/her voluntary act and deed.

IN TESTIMONY WHEREOF, I have hereunto subscribed my name and affixed my official seal on this 20 day of January, 2017.



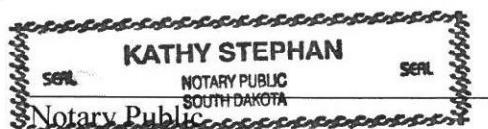
Kimberly A. Allmon  
Notary Public, State of Ohio  
My Commission Expires 09-22-2017

Kimberly A. Allmon  
Notary Public

STATE OF \_\_\_\_\_  
COUNTY OF \_\_\_\_\_

BE IT REMEMBERED, that before me, the subscriber, a notary public in and for said County and State, personally came Dave Cooper, the CFO of Wapiti Medical Group Limited Company, who acknowledged the signing of the foregoing instrument and that the same is his/her voluntary act and deed.

IN TESTIMONY WHEREOF, I have hereunto subscribed my name and affixed my official seal on this 9<sup>th</sup> day of January, 2017.



Kathy Stephan  
My commission expires  
9-2-2020